

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

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|--------------------------------|---------------------------------|
| IN RE: | : |
| | : Chapter 11 |
| NORTHWESTERN CORP., | : |
| | : Bankruptcy No. 03-12872 (JLP) |
| Debtor. | : |
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| MAGTEN ASSET MANAGEMENT CORP., | : |
| | : |
| Appellant, | : |
| | : |
| v. | : Civil Action No. 05-398-JJF |
| | : |
| PAUL HASTINGS JANOFSKY | : |
| & WALKER, LLP., | : |
| | : |
| Appellee. | : |

ORDER APPOINTING SPECIAL MASTER/MEDIATOR

WHEREAS, it has been determined that, in order to more efficiently and expeditiously administer justice and assist the parties to amicably resolve the disputes which are the subject of appeal before this Court, it is appropriate and necessary to appoint a Special Master/Mediator to conduct the mandatory mediation of the above-captioned appeal;

NOW THEREFORE, IT IS HEREBY ORDERED that:

1. Louis C. Bechtle, Esquire is appointed as Special Master/Mediator to facilitate settlement or otherwise assist in the expeditious handling of the above-captioned appeal in accordance with the Court's Standing Order dated July 23, 2004 regarding the procedures governing mediation of appeals from the United States Bankruptcy Court;

2. The Clerk of Court shall provide the Special Master/Mediator with a copy of the judgment or order on appeal, any opinion or memorandum issued by the Bankruptcy Court, any relevant motions, and all statements by the parties of the issues to be presented on appeal.

June 29, 2005

DATE


UNITED STATES DISTRICT JUDGE